

EXHIBIT 1

Q3 HOLDINGS, LLC

WRITTEN ACTION WITHOUT MEETING

RATIFICATION OF REVIVAL OF, AND APPOINTMENT OF THE REGISTERED AGENT FOR, Q3 HOLDINGS, LLC AND Q3 INVESTMENTS RECOVERY VEHICLE, LLC'S PAYMENT FOR THE APPOINTMENT OF Q3 HOLDINGS' REGISTERED AGENT AND PAYMENT OF ANY CORPORATE FILING FEES NEEDED FOR Q3 HOLDINGS' REVIVAL AND TO KEEP IT IN GOOD STANDING; APPOINTMENT OF SANKET VYAS AS LIMITED AGENT FOR THE SOLE PURPOSES OF REVIVING Q3 I, LP AND AS LIQUIDATING AGENT OF Q3 I, LP, ONCE REVIVED, AND APPOINTING A REGISTERED AGENT FOR Q3 I, LP; AND PERMISSION FOR Q3 INVESTMENTS RECOVERY VEHICLE, LLC TO PAY FOR THE REGISTRATION OF THE REGISTERED AGENT OF Q3 I, LP, AND PAY ANY CORPORATE FILING FEES IMPOSED BY THE DELAWARE SECRETARY OF STATE TO REVIVE Q3 I, LP AND TO KEEP IT IN GOOD STANDING

The majority of managers of Q3 Holdings, LLC hereby state and resolve:

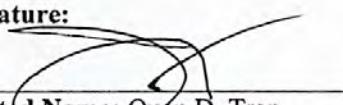
1. WHEREAS the following actions are taken by a majority of managers of Q3 Holdings, LLC upon its revival and effective at that time;
2. WHEREAS the majority of managers of Q3 Holdings, LLC, and only the majority of managers, have the authority to bind Q3 Holdings and thereby, as the majority, to act as general manager of Q3 I, LP and thereby bind Q3 I, LP;
3. WHEREAS the majority of managers of Q3 Holdings have the authority to act by written action as set forth herein;
4. WHEREAS Q3 I, LP was cancelled by the Secretary of State of Delaware for failing to designate a Registered Agent;
5. WHEREAS Q3 I, LP has creditors and may have certain choses in action, claims, and suits against various parties;
6. WHEREAS Q3 I, LP should be revived for a reasonable period of time for the purpose of winding up its affairs in accordance with the Limited Partnership Agreement and/or Delaware statutory limited partnership law;
7. WHEREAS Q3 Holdings is unwilling or unable to manage the winding up process of Q3 I, LP;
8. THEREFORE, pursuant to Sections 7.2(F), 7.2(J), and 7.2(K) of the Q3 Holdings Limited Liability Company Agreement, Q3 Holdings, LLC, as general manager, through its majority manager action herein, ratifies the revival of Q3 Holdings by

Sanket Vyas or his attorneys acting on his behalf ("Vyas"), Vyas's appointment of the Registered Agent for Q3 Holdings, LLC, ratifies Q3 Investments Recovery Vehicle, LLC's payment for the registration of the Registered Agent for Q3 Holdings, LLC and payment of any corporate filing fees associated with Q3 Holdings' revival and continuation in good standing imposed by the Delaware Secretary of State; Q3 Holdings, LLC authorizes Sanket Vyas to act as (1) limited agent of Q3 Holdings, LLC and Q3 I, LP for the sole purposes of reviving Q3 I, LP and appointing a Registered Agent for Q3 I, LP with the Delaware Secretary of State; and (2) Q3 Holdings, LLC appoints Sanket Vyas as the Liquidating Agent of Q3 I, LP, as defined in Section 9.02(c) of the Q3 I, LP Limited Partnership Agreement and otherwise confirms the appointment of Sanket Vyas as Liquidating Agent by the majority of the limited partners of Q3 I, LP; and Q3 Holdings, LLC permits Q3 Investments Recovery Vehicle, LLC (1) to pay for the registration of the Registered Agent for Q3 I, LP, and (2) to pay any corporate filing fees associated with the revival and continuation in good standing of Q3 I, LP, imposed by the Delaware Secretary of State.

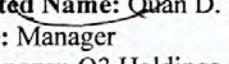
9. Pursuant to Section 7.4 of the Q3 Holdings, LLC Limited Liability Company Agreement, the majority of managers are taking this Action to authorize Sanket Vyas as Liquidating Agent of Q3 I, LP and limited agent of Q3 Holdings, LLC for the sole purpose of reviving Q3 I, LP and appointing a Registered Agent for Q3 I, LP without a meeting. If the requisite number of managers agree pursuant to Section 7.4, and in the event that all the managers do not consent to such action, notice of such action shall promptly be provided to the managers who have not consented. Such consents shall be delivered to Q3 Holdings, LLC's offices. All other conditions precedent necessary to effectuate this Action, including notice and meeting requirements, are waived.

By signing below, each Manager indicates his agreement to the acceptance of the foregoing, which is resolved and executed with an effective date of July 19, 2021, given the revival of Q3 Holdings prior to the time of this execution, and, upon the approval of a majority of the Managers, notice of this written action shall be provided to all Managers who have not so consented pursuant to Section 7.4. The signatories below make no representation or warranty of any kind about their authority to effectuate or authorize the revival or the acts resolved herein and are making no representations or warranties of any kind with respect to any such authority.

Signature:


Printed Name: Quan D. Tran
Title: Manager
Company: Q3 Holdings, LLC

Signature:


Printed Name: James Sejas
Title: Manager
Company: Q3 Holdings, LLC

Sanket Vyas or his attorneys acting on his behalf ("Vyas"), Vyas' appointment of the Registered Agent for Q3 Holdings, LLC, ratifies Q3 Investments Recovery Vehicle, LLC's payment for the registration of the Registered Agent for Q3 Holdings, LLC and payment of any corporate filing fees associated with Q3 Holdings' revival and continuation in good standing imposed by the Delaware Secretary of State; Q3 Holdings, LLC authorizes Sanket Vyas to act as (1) limited agent of Q3 Holdings, LLC and Q3 I, LP for the sole purposes of reviving Q3 I, LP and appointing a Registered Agent for Q3 I, LP with the Delaware Secretary of State; and (2) Q3 Holdings, LLC appoints Sanket Vyas as the Liquidating Agent of Q3 I, LP, as defined in Section 9.02(c) of the Q3 I, LP Limited Partnership Agreement and otherwise confirms the appointment of Sanket Vyas as Liquidating Agent by the majority of the limited partners of Q3 I, LP; and Q3 Holdings, LLC permits Q3 Investments Recovery Vehicle, LLC (1) to pay for the registration of the Registered Agent for Q3 I, LP, and (2) to pay any corporate filing fees associated with the revival and continuation in good standing of Q3 I, LP, imposed by the Delaware Secretary of State.

Pursuant to Section 7.4 of the Q3 Holdings, LLC Limited Liability Company Agreement, the majority of managers are taking this Action to authorize Sanket Vyas as Liquidating Agent of Q3 I, LP and limited agent of Q3 Holdings, LLC for the sole purpose of reviving Q3 I, LP and appointing a Registered Agent for Q3 I, LP without a meeting. If the requisite number of managers agree pursuant to Section 7.4, and in the event that all the managers do not consent to such action, notice of such action shall promptly be provided to the managers who have not consented. Such consents shall be delivered to Q3 Holdings, LLC's offices. All other conditions precedent necessary to effectuate this Action, including notice and meeting requirements, are waived.

By signing below, each Manager indicates his agreement to the acceptance of the foregoing, which is resolved and executed with an effective date of July 19, 2021, given the revival of Q3 Holdings prior to the time of this execution, and, upon the approval of a majority of the Managers, notice of this written action shall be provided to all Managers who have not so consented pursuant to Section 7.4. The signatories below make no representation or warranty of any kind about their authority to effectuate or authorize the revival or the acts resolved herein and are making no representations or warranties of any kind with respect to any such authority.

Signature:

Signature:

Printed Name: Quan D. Tran
Title: Manager
Company: Q3 Holdings, LLC


Printed Name: James Seijas
Title: Manager
Company: Q3 Holdings, LLC